

GATX

GENERAL AMERICAN
TRANSPORTATION CORPORATION

120 SOUTH RIVERSIDE PLAZA
CHICAGO, ILLINOIS 60606
TEL. 421-1100

RECORDATION NO. 6322-E Filed 1425

AUG 13 1982 - 11 40 AM

August 11, 1982

INTERSTATE COMMERCE COMMISSION

Secretary of the Interstate
Commerce Commission
Washington D.C.

No. 2-225-105
Date AUG 13 1982
Fee \$ 10.00

ICC Washington, D. C.

RE: GENERAL AMERICAN TRANSPORTATION CORPORATION
EQUIPMENT TRUST SERIES 68

Gentlemen:

Enclosed herewith are five (5) signed copies of a Supplemental Agreement dated as of August 1, 1982, deleting a portion of the railroad cars covered by a Trust Agreement, together with our check for \$10.00 to cover the filing and recordation fees.

Said Agreement was recorded in the office of the Secretary of the Interstate Commerce Commission on September 23, 1971 under Recordation No. 6322.

The Trust Equipment deleted by the enclosed consists of railroad cars described in the aforementioned documents (primarily railroad tank cars of various DOT and AAR classes) and the road numbers of such cars are listed in said documents.

The names and addresses of the parties referred to in said Agreements are:

Irving Trust Company
One Wall Street
New York, New York 10005

General American Transportation
Corporation
120 South Riverside Plaza
Chicago, Illinois 60606

I am Controller of General American Transportation Corporation having knowledge of the matters set forth herein.

Very truly yours,

J. R. Moran
J. R. Moran

JRM/meb
Encls.

AUG 13 10 34 AM '82

RECORDATION NO. 6322-E
AUG 13 1982 - 10 40 AM
INTERSTATE COMMERCE COMMISSION

GENERAL AMERICAN TRANSPORTATION CORPORATION
EQUIPMENT TRUST, SERIES 68

SUPPLEMENTAL AGREEMENT DATED AS OF AUGUST 1, 1982
TO EQUIPMENT TRUST AGREEMENT DATED AS OF SEPTEMBER 15, 1971

BY AND BETWEEN

IRVING TRUST COMPANY

AND

GATX CORPORATION

(FORMERLY KNOWN AS GENERAL AMERICAN TRANSPORTATION CORPORATION)

Supplemental Agreement dated as of August 1, 1982, by and between Irving Trust Company, a New York corporation as Trustee, and GATX Corporation, a New York corporation formerly known as General American Transportation Corporation.

WHEREAS, the parties hereto entered into an Equipment Trust Agreement dated as of September 15, 1971 (the "Agreement") creating General American Transportation Corporation Equipment Trust, Series 68, which Agreement was filed and recorded with the Interstate Commerce Commission pursuant to Section 20c of the Interstate Commerce Act on September 23, 1971, Recordation No. 6322; and

WHEREAS, the parties hereto wish to amend Schedule A to the Agreement;

NOW, THEREFORE, the parties hereto agree that Schedule A to the Agreement is hereby amended by:

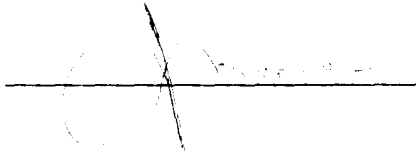
- (a) deleting therefrom the units of Trust Equipment described in Schedule I attached hereto, and
- (b) substituting therefor the units of Equipment described in Schedule II attached hereto.

IN WITNESS WHEREOF, the parties hereto have caused these presents to be assigned in their respective corporate names and their respective corporate seals to be hereunto affixed, duly attested as of August 1, 1982.

IRVING TRUST COMPANY

BY: 

ATTEST:

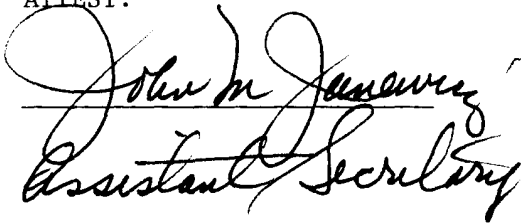


GATX CORPORATION

(FORMERLY KNOWN AS GENERAL AMERICAN TRANSPORTATION CORPORATION)

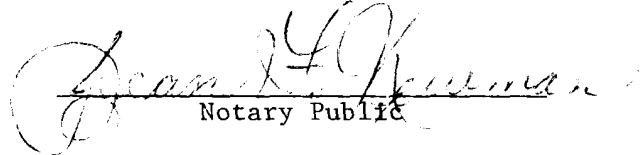
BY: 

ATTEST:


Assistant Secretary

STATE OF)
) ss.:
COUNTRY OF)

On this day of , before me
personally appeared Olyd E. Stue , to me personally
known, who, being by me duly sworn, says that he is Assistant
Vice President of Irving Trust Company
that one of the seals affixed to the foregoing instrument is the
corporate seal of said Company , that said instrument was
signed and sealed on behalf of said Company by authority
of its Board of Directors and he acknowledged that the execution
of the foregoing instrument was the free act and deed of said
Company.


Notary Public

* * * * *

JEAN F. NEWMAN
Notary Public State of New York
No. 24-4612517
Qualified in Kings County
Certificate filed in New York County
Commission Expires March 30, 1983

STATE OF ILLINOIS)
)
COUNTY OF COOK)

On this 28th day of July 1982, before me personally
appeared James R. Coulter, to me personally known, who, being
by me duly sworn, said that he is Treasurer of GATX Corpora-
tion, that one of the seals affixed to the foregoing instrument is
the corporate seal of said corporation, that said instrument was
signed and sealed on behalf of said corporation by authority of its
Board of Directors and he acknowledged that the execution of the
foregoing instrument was the free act and deed of said corporation.


Notary Public

Notary Public State of New York
No. 24-4612517
Qualified in Kings County
Certificate filed in New York County
Commission Expires March 30, 1983

SCHEDULE 1
GENERAL AMERICAN TRANSPORTATION CORPORATION
EQUIPMENT TRUST - SERIES 68
CARS TO BE REMOVED

QUANTITY	CLASSIFICATION	CAPACITY IN GALLONS	INITIALED AND CAR NUMBERS	COST EACH	VALUE EACH	TOTAL VALUE	YEAR INTO SERVICE	YEAR ACQUIRED
2 Tank Cars	DOT 111A100-W-1	12,500	GATX 57471, 57494.	\$18,453.00	\$28,674.00	\$ 57,348.00	12-1970	12-1970
2 Tank Cars	DOT 111A100-W-1	15,000	GATX 56314, 56323.	19,389.00	28,465.00	56,930.00	4-1971	4-1971
1 Tank Car	DOT 111A100-W-1	20,000	GATX 13197.	15,938.00	23,605.00	23,605.00	7-1970	7-1970
1 Tank Car	DOT 111A100-W-1	20,000	GATX 20002.	16,467.00	25,588.00	25,588.00	12-1970	12-1970
1 Tank Car	DOT 111A100-W-1	20,000	GATX 21975.	16,818.00	24,908.00	24,908.00	7-1970	7-1970
1 Tank Car	DOT 111A100-W-1	20,000	GATX 27533.	16,365.00	24,026.00	24,026.00	5-1971	5-1971
1 Tank Car	DOT 111A100-W-1	20,000	GATX 27602	16,321.00	23,961.00	23,961.00	1-1971	1-1971
1 Tank Car	DOT 111A100-W-1	22,000	GATX 11484.	16,965.00	24,907.00	24,907.00	5-1971	5-1971
1 Tank Car	DOT 111A100-W-1	26,000	GATX 27881.	18,132.00	26,620.00	26,620.00	3-1971	3-1971
1 Tank Car	DOT 111A100-W-5	20,000	GATX 27324.	19,287.00	28,316.00	28,316.00	5-1971	5-1971
1 Tank Car	DOT 111A60-W-1	20,000	GATX 40232.	21,948.00	32,223.00	32,223.00	6-1971	6-1971
1 Tank Car	DOT 111A60-W-1	20,000	GATX 52781.	19,614.00	28,796.00	28,796.00	5-1971	5-1971
1 Tank Car	DOT 111A60-W-1	20,000	GATX 55274.	18,764.00	29,157.00	29,157.00	12-1970	12-1970
1 Tank Car	DOT 111A60-W-1	22,000	GATX 20411.	20,399.00	29,948.00	29,948.00	4-1971	4-1971
1 Tank Car	DOT 111A60-W-1	22,000	GATX 33887.	21,457.00	33,342.00	33,342.00	8-1970	8-1970
1 Tank Car	DOT 111A60-W-1	22,000	GATX 57512.	19,701.00	28,924.00	28,924.00	2-1971	2-1971

SCHEDULE I
GENERAL AMERICAN TRANSPORTATION CORPORATION
EQUIPMENT TRUST - SERIES 68
CARS TO BE REMOVED

QUANTITY	CLASSIFICATION	CAPACITY IN GALLONS	INITIALED AND CAR NUMBERS	COST EACH	VALUE EACH	TOTAL VALUE	YEAR INTO SERVICE	YEAR ACQUIRED
2 Tank Cars	DOT 111A60AL-W-1	10,000	GATX 70871, 70877.	\$14,975.00	\$11,291.00	\$ 22,582.00	10-1957	10-1957
1 Tank Car	DOT 112A340-W	26,100	GATX 55349.	17,270.00	25,354.00	25,354.00	2-1971	2-1971
1 Hopper Car	HTS	3,770 Cu.Ft.	GUEX 72034.	20,332.00	26,492.00	26,492.00	4-1971	4-1971
1 Hopper Car	HTS	3,850 Cu.Ft.	GGPX 70069.	20,102.00	25,965.00	25,965.00	7-1970	7-1970
3 Hopper Cars	HTS	3,850 Cu.Ft.	GGPX 70139, 70251, 70269.	20,102.00	27,722.00	83,166.00	10-1970	10-1970
10 Hopper Cars	HTS	3,850 Cu.Ft.	GGPX 71053, 71055, 71062, 71068, 71075, 71078, 71109, 71117, 71161, 71185.	20,771.00	27,064.00	270,640.00	7-1971	7-1971
2 Airslide Cars	L0	2,600 Cu.Ft.	GACX 47008, 47016.	13,120.00	21,212.00	42,424.00	7-1970	7-1970
5 Airslide Cars	L0	2,600 Cu.Ft.	GACX 47072, 47106, 47126, 47152, 47214.	13,120.00	22,030.00	110,150.00	10-1970	10-1970
2 Airslide Cars	L0	3,660 Cu.Ft.	GACX 43920, 43922.	14,233.00	15,565.00	31,130.00	8-1958	8-1958
5 Airslide Cars	L0	3,660 Cu.Ft.	GACX 43940, 43941, 43943, 43951, 43953.	12,516.00	13,285.00	66,425.00	2-1959	2-1959
1 Airslide Car	L0	4,180 Cu.Ft.	DRGW 15987.	18,891.00	29,971.00	29,971.00	4-1971	4-1971
1 Airslide Car	L0	4,180 Cu.Ft.	GACX 46547.	18,094.00	29,254.00	29,254.00	10-1970	10-1970
1 Airslide Car	L0	4,180 Cu.Ft.	GACX 46582.	18,702.00	29,671.00	29,671.00	7-1971	7-1971

SCHEDULE 1
GENERAL AMERICAN TRANSPORTATION CORPORATION
EQUIPMENT TRUST - SERIES 68

CARS TO BE REMOVED

QUANTITY	CLASSIFICATION	CAPACITY IN GALLONS	INITIALED AND CAR NUMBERS	COST EACH	VALUE EACH	TOTAL VALUE	YEAR INTO SERVICE	YEAR ACQUIRED
1	Airstide Car L0	4,180 Cu.Ft.	GACX 47215.	\$18,361.00	\$29,130.00	\$ 29,130.00	7-1971	7-19/1
54						\$1,320,953.00		

SCHEDULE 11
GENERAL AMERICAN TRANSPORTATION CORPORATION
EQUIPMENT TRUST - SERIES 68
CARS TO BE SUBSTITUTED

QUANTITY	CLASSIFICATION	CAPACITY	INITIALED AND CAR NUMBERS	COST EACH	VALUE EACH	TOTAL VALUE	YEAR INTO SERVICE	YEAR ACQUIRED
1 Tank Car	DOT 103AL-W	4,000	GATX 87548.	\$16,379.00	\$15,124.00	\$ 15,124.00	5-1961	5-1961
10 Tank Cars	DOT 105A100-W	11,000	GATX 84625, 84627-84630, 84632, 84635, 84637, 84638, 84640.	15,537.00	14,347.00	143,470.00	4-1961	4-1961
3 Tank Cars	DOT 105A100-W	20,500	GATX 83423, 83426, 83429.	17,678.00	16,324.00	48,972.00	1-1961	1-1961
8 Tank Cars	DOT 105A100-W	20,500	GATX 83430, 83432-83436, 83438, 83440.	23,112.00	21,342.00	170,736.00	7-1961	7-1961
2 Tank Cars	DOT 105A100-W	20,500	GATX 83439, 83441.	23,112.00	23,225.00	46,450.00	8-1961	8-1961
5 Tank Cars	DOT 105A100-W	20,500	GATX 83442, 83443, 83445, 83447, 83448.	17,678.00	16,324.00	81,620.00	2-1961	2-1961
6 Tank Cars	DOT 105A100-W	20,500	GATX 83482, 83483, 83485- 83487, 83489.	17,004.00	17,087.00	102,522.00	9-1961	9-1961
11 Tank Cars	DOT 105A100-W	20,500	GATX 84701-84711.	22,098.00	22,206.00	244,266.00	12-1961	12-1961
2 Tank Cars	DOT 105A100-W	20,500	GATX 84712, 84713.	19,400.00	19,402.00	38,804.00	1-1962	1-1962
15 Tank Cars	DOT 105A100-W	20,500	GATX 84714, 84716-84723, 84727-84731, 84733.	21,129.00	21,131.00	316,965.00	2-1962	2-1962
1 Tank Car	DOT 105A200-W	20,500	GATX 83449.	17,678.00	16,324.00	16,324.00	2-1961	2-1961
2 Tank Cars	DOT 105A200-W	20,500	GATX 84724, 84725.	21,129.00	21,131.00	42,262.00	2-1962	2-1962
1 Tank Car	DOT 105A300-W	10,800	GATX 72335.	13,558.00	12,520.00	12,520.00	4-1961	4-1961
1 Tank Car	DOT 105A300-W	10,800	GATX 79456.	14,057.00	14,126.00	14,126.00	9-1961	9-1961

SCHEDULE 11

GENERAL AMERICAN TRANSPORTATION CORPORATION

EQUIPMENT TRUST - SERIES 68

CARS TO BE SUBSTITUTED

<u>QUANTITY</u>	<u>CLASSIFICATION</u>	<u>CAPACITY</u>	<u>INITIALED AND CAR NUMBERS</u>	<u>COST EACH</u>	<u>VALUE EACH</u>	<u>TOTAL VALUE</u>	<u>YEAR INTO SERVICE</u>	<u>YEAR ACQUIRED</u>
1 Tank Car	DOT 105A300-W	10,800	GATX 82214.	\$13,525.00	\$13,526.00	\$ 13,526.00	1-1962	1-1962
1 Tank Car	DOT 105A300-W	10,800	GATX 82225.	13,266.00	13,267.00	13,267.00	4-1962	4-1962
70						<u>\$1,320,954.00</u>		